

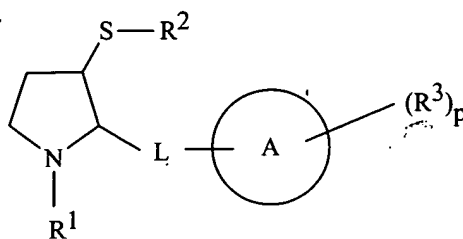
**IN THE CLAIMS:**

Please cancel claims 2, 4, 5, and 6 from the present application without disclaimer or prejudice.

Please amend claims 1, 3, 7, 8, 9, 11, and 12 as follows:

Claim 1:

1. A compound of the Formula I



Formula I

wherein:

R<sup>1</sup> is selected from H; -C<sub>1-4</sub>alkyl; -CO-C<sub>1-4</sub>alkyl; -CO-O-C<sub>1-4</sub>alkyl;

-CO-O-C<sub>2-4</sub>alkenyl; -C<sub>1-4</sub>alkylene-CONR<sup>4</sup>R<sup>5</sup> (wherein R<sup>4</sup> and R<sup>5</sup> are independently selected from H and C<sub>1-4</sub>alkyl); -C<sub>1-4</sub>alkylene-COOR<sup>6</sup> (wherein R<sup>6</sup> is selected from H and C<sub>1-4</sub>alkyl); -C<sub>1-3</sub>alkylene-Ph and -CO-O(CH<sub>2</sub>)<sub>n</sub>Ph wherein the phenyl groups in -C<sub>1-3</sub>alkylene-Ph and -CO-O(CH<sub>2</sub>)<sub>n</sub>Ph are optionally substituted by R<sup>a</sup> and/or R<sup>b</sup> and R<sup>a</sup> and R<sup>b</sup> are independently selected from C<sub>1-4</sub>alkyl, halogen, hydroxy, C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>alkanoyl, C<sub>1-4</sub>alkanoyloxy, amino, C<sub>1-4</sub>alkylamino, di(C<sub>1-4</sub>alkyl)amino, C<sub>1-4</sub>alkanoylamino, nitro, cyano, carboxy, carbamoyl, C<sub>1-4</sub>alkoxycarbonyl, thiol, C<sub>1-4</sub>alkylsulfanyl, C<sub>1-4</sub>alkylsulfinyl, C<sub>1-4</sub>alkylsulfonyl and sulfonamido; and n=0-4;

R<sup>2</sup> is selected from H; -C<sub>1-4</sub>alkyl; -COC<sub>1-4</sub>alkyl; and -COOC<sub>1-4</sub>alkyl; and -C<sub>1-3</sub>alkylene-Ph optionally substituted on the phenyl ring by R<sup>a</sup> and/or R<sup>b</sup>;

R<sup>3</sup> is selected from H; OH; CN; CF<sub>3</sub>; NO<sub>2</sub>; -C<sub>1-4</sub>alkyl; -C<sub>1-4</sub>alkylene-R<sup>7</sup>;

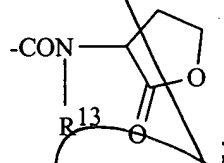
-C<sub>2-4</sub>alkenylene-R<sup>7</sup>; -C<sub>2-4</sub>alkynylene-R<sup>7</sup>; R<sup>7</sup>; OR<sup>7</sup> (where R<sup>7</sup> is selected from phenyl, naphthyl, a 5-10 membered monocyclic or bicyclic heteroaryl ring containing upto 5

LAW OFFICES

FINNEGAN, HENDERSON,  
FARABOW, GARRETT,  
& DUNNER, L.L.P.  
1300 I STREET, N.W.  
WASHINGTON, DC 20005  
202-408-4000

B2

heteroatoms selected from O,N and S and any aryl ring in  $R^7$  is optionally substituted by  $R^a$  and/or  $R^b$ );  $C_{2-4}$ alkenyl; halogen;  $-(CH_2)_nCOOR^8$  (where  $n = 0-3$  and  $R^8$  represents H,  $C_{1-4}$ alkyl, or  $C_{2-4}$ alkenyl);  $-CONR^9R^{10}$  (where  $R^9$  and  $R^{10}$  independently represent H,  $C_{1-4}$ alkyl,  $C_{2-4}$ alkenyl,  $-O-C_{1-4}$ alkyl,  $-O-C_{2-4}$ alkenyl or  $-C_{1-3}$ alkylenePh (wherein Ph is optionally substituted by  $R^a$  and  $R^b$  as hereinabove defined);  $-CON(R^{11})OR^{12}$  (where  $R^{11}$  and  $R^{12}$  independently represent H,  $C_{1-4}$ alkyl or  $C_{2-4}$ alkenyl);  $-CONR^{13}-CR^{13a}R^{14}-COOR^{17}$ , (where  $R^{13}$  and  $R^{13a}$  are independently H or  $C_{1-4}$ alkyl,  $R^{17}$  is H or  $C_{1-6}$ alkyl,  $R^{14}$  is selected from the side chain of a lipophilic amino acid, carbamoyl $C_{1-4}$ alkyl, N-(mono $C_{1-4}$ alkyl)carbamoyl $C_{1-4}$ alkyl and N-(di $C_{1-4}$ alkyl)carbamoyl $C_{1-4}$ alkyl) having L or D configuration at the chiral alpha carbon in the corresponding free amino acid; a lactone of formula:

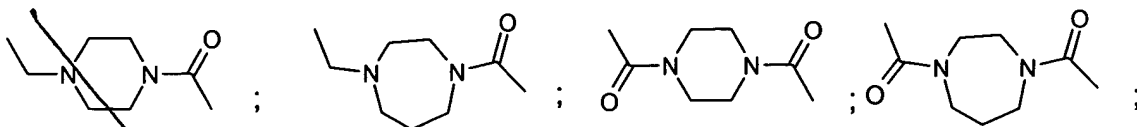


$C_{1-4}$ alkyl monosubstituted on carbon with  $=N-OH$ ;

a group of Formula  $-X-R^{15}$  (where X is selected from O, CO,  $CH_2$ , S, SO,  $SO_2$  and  $R^{15}$  is selected from  $C_{1-6}$ alkyl, phenyl, naphthyl, a 5-10 membered monocyclic or bicyclic heteroaryl ring containing upto 5 heteroatoms selected from O,N and S and any aryl ring in  $R^{15}$  is optionally substituted by  $R^a$  and/or  $R^b$ ;

p is 0-3 in which  $R^3$  values can be the same or different;

L is a linking moiety selected from the following groups written from left to right in Formula I:



B2  
 (wherein the piperazine and perhydro-1,4-diazepine rings are optionally substituted);  
 $-\text{CO}-\text{NR}^{16}-$ ;  $-\text{CH}_2-\text{NR}^{16}-$ ;  $-\text{CH}_2\text{S}-$ ;  $-\text{CH}_2\text{O}-$ ;  $-\text{CH}_2-\text{CHR}^{16}-$ ;  $-\text{CH}=\text{CR}^{16}-$ ;  $-\text{CH}_2\text{NR}^{16}-\text{T}-$ ;  
 $-\text{CH}_2\text{NR}^{16}-\text{SO}_2-$ ;  $-\text{CH}_2-\text{NR}^{16}-\text{CO}-\text{T}^1-$ ;  $-\text{CO}-\text{NR}^{16}-\text{T}-$ ;  $-\text{CH}_2\text{S}-\text{T}-$ ;  $-\text{CH}_2\text{O}-\text{T}-$  (where  $\text{R}^{16}$  is  
 selected from H,  $\text{C}_{1-4}$ alkyl,  $\text{C}_{1-4}$ alkylene-Z,  $-\text{CO}-\text{C}_{1-4}$ alkylene-Z,  $-\text{CO}-\text{C}_{1-6}$ alkyl,  $-\text{COZ}$ ,  
 Z and Z is selected from  $-\text{O}-\text{C}_{1-4}$ alkyl, phenyl, naphthyl, a 5-10 membered monocyclic  
 or bicyclic heteroaryl ring containing upto 5 heteroatoms selected from O, N and S and  
 any aryl ring in  $\text{R}^{16}$  is optionally substituted by  $\text{R}^a$  and/or  $\text{R}^b$  as hereinabove defined;  
 where, T represents  $-(\text{CH}_2)_m-$  where m is 1-4 and T is optionally monosubstituted with  
 any value of  $\text{R}^{16}$  other than H; and  
 where  $\text{T}^1$  represents  $-(\text{CH}_2)_{m^1}-$  wherein  $m^1$  is 0-4 and T is optionally monosubstituted  
 with any value of  $\text{R}^{16}$  other than H);  
 A is selected from phenyl; naphthyl; a 5-10 membered monocyclic or bicyclic heteroaryl  
 ring containing upto 5 heteroatoms where the heteroatoms are independently selected  
 from O, N & S;  
 or a  $-\text{S}-\text{S}-$  dimer thereof when  $\text{R}^2=\text{H}$ ; or a N-oxide thereof;  
 or a pharmaceutically acceptable salt, prodrug or solvate thereof.

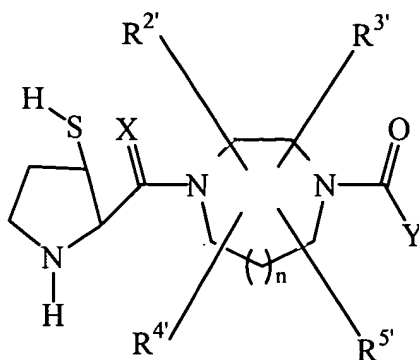
Claim 3:

B2  
 3. A compound according to claim 1 wherein A is phenyl or naphthyl.

Claim 7:

7. A compound of the formula A:

B4  
C22  
cont



A

wherein:

X is O or H<sub>2</sub>;

n is 0 or 1;

t is 1 to 4;

R<sup>2'</sup>, R<sup>3'</sup>, R<sup>4'</sup>, and R<sup>5'</sup> are independently selected from: H; C<sub>1</sub>-8alkyl, alkenyl, alkynyl, aryl, heterocycle, -CO-NR<sup>6'</sup>R<sup>7'</sup> or -CO-OR<sup>6'</sup>, unsubstituted or substituted with one or more of:

1) aryl or heterocycle, unsubstituted or substituted with:

- a. C<sub>1</sub>-4alkyl,
- b. (CH<sub>2</sub>)<sub>t</sub>OR<sup>6'</sup>,
- c. (CH<sub>2</sub>)<sub>t</sub>NR<sup>6'</sup>R<sup>7'</sup>,
- d. halogen,

2) C<sub>3</sub>-6cycloalkyl,

3) OR<sup>6'</sup>,

4) SR<sup>6'</sup>, S(O)R<sup>6'</sup>, SO<sub>2</sub>R<sup>6'</sup>,

5) -NR<sup>6'</sup>R<sup>7'</sup>,

6) -NR<sup>6'</sup>-CO-R<sup>7'</sup>,

7) -NR<sup>6'</sup>-CO-NR<sup>7'</sup>R<sup>8'</sup>,

LAW OFFICES

FINNEGAN, HENDERSON,  
FARABOW, GARRETT,  
& DUNNER, L.L.P.  
1300 I STREET, N. W.  
WASHINGTON, DC 20005  
202-408-4000

B 4  
C 22  
cont

8)  $-O-CO-NR^{6'}R^{7'}$ ,

9)  $-O-CO-OR^{6'}$ ,

10)  $-O-NR^{6'}R^{7'}$ ,

11)  $-SO_2NR^{6'}R^{7'}$ ,

12)  $-NR^{6'}-SO_2-R^{7'}$ ,

13)  $-CO-R^{6'}$ , or

14)  $-CO-OR^{6'}$ ;

and any two of  $R^{2'}$ ,  $R^{3'}$ ,  $R^{4'}$ , and  $R^{5'}$  are optionally attached to the same carbon atom;

Y is aryl, heterocycle, unsubstituted or substituted with one or more of:

1) C1-4alkyl, unsubstituted or substituted with:

- a. C1-4alkoxy,
- b.  $NR^{6'}R^{7'}$ ,
- c. C3-6cycloalkyl,
- d. aryl or heterocycle,
- e. HO,

2) aryl or heterocycle,

3) halogen,

4)  $OR^{6'}$ ,

5)  $NR^{6'}R^{7'}$ ,

6) CN

7)  $NO_2$ , or

8)  $CF_3$ ;

$R^{6'}$ ,  $R^{7'}$  and  $R^{8'}$  are independently selected from: H; C1-4alkyl, C3-6cycloalkyl, heterocycle, aryl, aroyl, heteroaroyl, arylsulfonyl, heteroarylsulfonyl, unsubstituted or substituted with:

a) C1-4alkoxy,

- 4  
B-1  
C22  
cont
- b) aryl or heterocycle,
  - c) halogen,
  - d) HO,
  - e)  $-\text{CO}-\text{R}^{9'}$ ,
  - f)  $-\text{SO}_2\text{R}^{9'}$ , wherein

$\text{R}^{6'}$  and  $\text{R}^{7'}$  may be joined in a ring, and

$\text{R}^{7'}$  and  $\text{R}^{8'}$  may be joined in a ring;

$\text{R}^{9'}$  is  $\text{C}_{1-4}$ alkyl or aralkyl;

a pharmaceutically acceptable salt thereof.

Claim 8:

8. A compound according to claim 1 which is any one of the following individual compounds or a pharmaceutically acceptable salt thereof:

(2S)-2-{2-benzyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-methylsulfanylbutyric acid methyl ester ;

(2S)-2-{2-benzyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-methylsulfanylbutyric acid ;

(2S)-2-({2-phenyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-phenylcarbonyl}-amino)-4-methylsulfanylbutyric acid methyl ester;

(2S)-2-({2-phenyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-phenylcarbonyl}-amino)-4-methylsulfanylbutyric acid;

(2S)-2-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-naphthalene-1-carbonyl}-amino)-4-methylsulfanylbutyric acid methyl ester ;

(2S)-2-({3-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-naphthalene-1-carbonyl}-amino)-4-methylsulfanylbutyric acid ;

(2S)-2-({3-phenyl-5[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-phenylcarbonyl}-amino)-4-methylsulfanylbutyric acid methyl ester;

B 4  
C 22  
cont

(2S)-2-((3-phenyl-5[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-phenylcarbonyl)-amino)-4-methylsulfanylbutyric acid;

(cis)-2-[[N-(4-methoxybenzyl)-N-(naphthalen-1-ylmethylamino)-methyl]-pyrrolidine-3-thiol ;

N-(naphthalen-1-ylmethyl)-N-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl]-pentanamide;

N-(naphthalen-1-ylmethyl)-N-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl]-2-(pyridin-3-yl)-acetamide ;

N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl]-3-methyl-N-(2-naphthalen-1-yl-ethyl)butyramide ;

N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-N-(2-naphthalen-1-yl-ethyl)-2-pyridin-3-yl-acetamide ;

(cis)-2-[[3-methoxypropyl)-(2-naphthalen-1-ylethyl)amino]methyl]-pyrrolidine-3-thiol;

N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-2-(4-methoxy-phenyl)-N-(2-naphthalen-2-yl-ethyl)-acetamide;

(cis)-2-[[2-(4-methoxyphenyl)ethyl)-(2-naphthalen-1-ylethyl)amino] methyl]-pyrrolidine-3-thiol;

N-(2,2-diphenyl-ethyl)-N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-3-methyl-butylamide ;

N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-N-(2-naphthalen-2-yl-ethyl)-butylamide;

N-(2,2-diphenyl-ethyl)-N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-butylamide;

(2S)-2-{3-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-(3-methoxy-propyl)-amino]-benzoylamino}-4-methylsulfanyl-butylamide ;

N-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-N-(2-naphthalen-1-yl-ethyl)-butylamide;

(2S)-4-carbamoyl-2-((2-phenyl-5-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-amino]-phenylcarbonyl)-amino)-butyric acid;

(2S)-4-carbamoyl-2-((2-phenyl-5-[(cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-amino]-phenylcarbonyl)-amino)-butyric acid methyl ester;

2-(3-pyridyl)-N-(2,2-diphenyl-ethyl)-N-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl)-acetamide;

6-methoxy-1-oxido-N-(2,2-diphenyl-ethyl)-N-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl]-pyridine-3-carboxamide;

B 4  
C 22  
cont

N-(naphthyl-1-yl-ethyl)-N-[(cis)-3-sulfanylpyrrolidin-2-yl-methyl]-thiazole-5-carboxamide;  
6-methoxy-1-oxido-N-(naphthyl-1-yl-ethyl)-N-[cis]-3-sulfanylpyrrolidin-2-ylmethyl]-  
pyridine-3-carboxamide;  
(2S)-2-{2-benzyl-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-benzyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl)amino]-benzoylamino}-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-benzyl-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl)amino]-benzoylamino}-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-phenethyl-5-[(trans)-3-sulfanylpyrrolidin-2-ylmethylaminobenzoylamino]-4-  
methylsulfanylbutyric acid;  
(2S)-2-{phenethyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-benzyl-5-[(trans)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-(phenethyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino)-4-  
methylsulfanylbutyric acid;  
(2S)-2-{2-(4-methylphenylethynyl)-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-  
benzoylamino}-4-methylsulfanylbutyric acid;  
(2S)-2-{2-benzyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid isopropyl ester;  
(2S)-2-{2-benzyl-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid methyl ester;  
(2S)-2-{2-benzyl-4-[(trans)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid methyl ester;  
(2S)-2-{2-benzyl-5-[(trans)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid methyl ester;  
(2S)-2-{2-phenyl-5-[(trans)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid methyl ester;  
(2S)-2-{2-phenyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-  
methylsulfanylbutyric acid methyl ester;



B7  
C22  
cont

(2S)-2-{2-benzyl-5-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-methylsulfanylbutyric acid methyl ester;

(2S)-2-{2-(4-methylphenethyl)-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-methylsulfanylbutyric acid methyl ester;

(2S)-2-{2-(4-methylphenylethynyl)-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]-benzoylamino}-4-methylsulfanylbutyric acid methyl ester;

(2S)-2-(2-methoxyethyl)-1-[(cis)-3-sulfanylpyrrolidin-2-ylmethyl]-4-(naphth-1-oyl)piperazine;

(cis)-2-[N-isovaleryl-N-(2-(naphth-1-yl)ethyl)aminomethyl]-3-sulfanylpyrrolidine;

(cis)-2-[N-(3-pyridylacetyl)-N-(naphth-1-yl)ethyl)aminomethyl]-3-sulfanylpyrrolidine;

(cis)-2-[N-1-oxido-6-methoxypyridin-3-ylcarbonyl]-N-(naphth-1-yl)ethyl)aminomethyl]-3-sulfanylpyrrolidine;

(cis)-2-[N-thiazol-5-ylcarbonyl]-N-(naphth-1-yl)ethyl)aminomethyl]-3-sulfanylpyrrolidine;

(2S)-2-[2-(4-fluorophenethyl)-4-[(cis)-3-sulfanyl]-pyrrolidin-2-ylmethylamino]benzoylamino]-4-methylsulfanylbutyric acid;

methyl (2S)-2-[2-(4-fluorophenethyl)-4-[(cis)-3-sulfanylpyrrolidin-2-ylmethylamino]benzoylamino]-4-methylsulfanylbutyrate;

(2S)-2-[2-(4-fluorophenethyl)-4-((2R,3R)-3-sulfanyl-pyrrolidin-2-ylmethylamino)benzoylamino]-5-methylsulfanylbutyric acid;

(2S)-2-{2-Benzyl-5-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-benzoylamino}-4-methylsulfanylbutyric acid methyl ester ;

(2S)-2-{2-Benzyl-5-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-benzoylamino}-4-methylsulfanylbutyric acid ;

(2S)-2-({2-phenyl-5-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-phenylcarbonyl]-amino)-4-methylsulfanylbutyric acid methyl ester;

(2S)-2-({2-phenyl-5-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-phenylcarbonyl]-amino)-4-methylsulfanylbutyric acid;

(2S)-2-({3-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-naphthalene-1-carbonyl]-amino)-4-methylsulfanylbutyric acid methyl ester ;

(2S)-2-({3-[[([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-naphthalene-1-carbonyl]-amino)-4-methylsulfanylbutyric acid ;

LAW OFFICES

FINNEGAN, HENDERSON,  
FARABOW, GARRETT,  
& DUNNER, L.L.P.  
1300 I STREET, N.W.  
WASHINGTON, DC 20005  
202-408-4000

4  
C22  
cont

(2S)-2-({-3-phenyl-5-([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino}-phenylcarbonyl)-amino)-4-methylsulfanylbutyric acid methyl ester;  
(2S)-2-({-3-phenyl-5-([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino}-phenylcarbonyl)-amino)-4-methylsulfanylbutyric acid;  
(2R,3R)-2-[[N-(4-methoxybenzyl)-N-(naphthalen-1-ylmethyl)-amino]-methyl]-pyrrolidine-3-thiol ;  
N-(naphthalen-1-ylmethyl)-N-([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-pentanamide;  
N-(naphthalen-1-ylmethyl)-N-([2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-2-(pyridin-3-yl)-acetamide ;  
N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-3-methyl-N-(2-naphthalen-1-yl-ethyl)butyramide ;  
N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-N-(2-naphthalen-1-yl-ethyl)-2-pyridin-3-yl-acetamide ;  
(2R,3R)-2-[[{(3-Methoxypropyl)-(2-naphthalen-1-ylethyl)amino]methyl]-pyrrolidine-3-thiol;  
N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-2-(4-methoxy-phenyl)-N-(2-naphthalen-2-yl-ethyl)-acetamide ;  
(2R,3R)-2-[[{(2-(4-Methoxyphenyl)ethyl)-(2-naphthalen-1-ylethyl)amino] methyl]-pyrrolidine-3-thiol ;  
N-(2,2-Diphenyl-ethyl)-N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-3-methyl-butyramide ;  
N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-N-(2-naphthalen-2-yl-ethyl)-butyramide ;  
N-(2,2-Diphenyl-ethyl)-N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-butyramide ;  
(2S)-2-{3-[[([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-(3-methoxy-propyl)-amino]-benzoylamino]-4-methylsulfanyl-butyl}-butyric acid ;  
N-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-3,3-dimethyl-N-(2-naphthalen-1-yl-ethyl)-butyramide ;  
(2S)-4-carbamoyl-2-({2-phenyl-5-([2R,3R]-3-sulfanyl-pyrrolidin-2-ylmethyl)-amino}-phenylcarbonyl)-amino)-butyric acid;

B 4  
C22  
cont

(2S)-4-carbamoyl-2-((2-phenyl-5-([(2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-phenylcarbonyl)-amino)-butyric acid methyl ester;  
2-(3-pyridyl)-N-(2,2-diphenyl-ethyl)-N-((2R,3R)-3-sulfanylpyrrolidin-2-ylmethyl)-acetamide;  
6-methoxy-1-oxido-N-(2,2-diphenyl-ethyl)-N-((2R,3R)-3-sulfanylpyrrolidin-2-ylmethyl)-pyridine-3-carboxamide;  
N-(naphthyl-1-yl-ethyl)-N-([(2R,3R]-3-sulfanylpyrrolidin-2-yl-methyl)-thiazole-5-carboxamide;  
6-methoxy-1-oxido-N-(naphthyl-1-yl-ethyl)-N-((2R,3R)-3-sulfanylpyrrolidin-2-ylmethyl)-pyridine-3-carboxamide;  
(2S)-2-{2-benzyl-4-([(2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-amino]-benzoylamino}-4-methylsulfanyl-butyric acid; and  
(2S)-2-(2-methoxy-ethyl)-1-([(2R,3R]-3-sulfanylpyrrolidin-2-ylmethyl)-4-naphthoyl-piperazine.

Claim 9:

9. A pharmaceutical composition which comprises a compound according to any one of claims 1, 3, 7, or 8 and a pharmaceutically-acceptable carrier.

Claim 11:

11. A compound according to any one of claims 1, 3, 7 or 8 for use as a medicament.

Claim 12:

12. A compound according to any one of claims 1, 3, 7 or 8 for use in the preparation of a medicament for treatment of a disease mediated through farnesylation of mutant ras.

Please add claims 14-17 as follows:

LAW OFFICES

FINNEGAN, HENDERSON,  
FARABOW, GARRETT,  
& DUNNER, L.L.P.  
1300 I STREET, N.W.  
WASHINGTON, DC 20005  
202-408-4000